

**EXHIBIT C**  
**ORRICK'S MONTHLY FEE**  
**APPLICATION FOR THE PERIOD**  
**SEPTEMBER 1-30, 2006**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

**In re:**

**W.R. GRACE & CO., et al.**

### Debtors.

## Chapter 11

**Case No. 01-1139 (JKF)**

**Objection Deadline: November 16, 2006 at 4:00 p.m.**

**Hearing: Schedule if Necessary (Negative Notice)**

**NOTICE OF FILING OF  
EIGHTH MONTHLY INTERIM APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, COUNSEL TO  
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimant; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; and (7) Counsel to the Debtors-in-Possession Lender; and (8) the Fee Auditor

Orrick, Herrington & Sutcliffe LLP, counsel to David T. Austern, Future Claimants' Representative (the "FCR"), has filed and served its Eighth Monthly Application of Orrick, Herrington & Sutcliffe LLP for Compensation for Services Rendered and Reimbursement of Expenses as counsel to the FCR for the time period September 1, 2006 through September 30, 2006, seeking payment of fees in the amount of \$179,197.00 (80% of \$223,996.25) and expenses in the amount of \$8,006.05, for a total amount of \$187,203.05 (the "Application").

This Application is submitted pursuant to this Court's Administrative Order Under 11 U.S.C. Sections 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members entered on March 17, 2003 (the "Administrative Order").

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **November 16, 2006 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) co-counsel to David T. Austern, FCR, Roger Frankel, Esquire and Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 3050 K Street, NW, Washington, DC 20007 and John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (ii) co-counsel for the Debtors, David M. Bernick, Esquire, Kirkland & Ellis LLP, 200 East Randolph Drive, Chicago, IL 60601 and Laura Davis Jones, Esquire, Pachulski, Stang, Ziehl, Young & Jones, P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (iii) co-counsel to the Official Committee of Unsecured Creditors, Lewis Kruger, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris, LLP, 1100 N. Market Street, Suite 1200, Wilmington, DE 19801-1246; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Blizin, Sumberg, Dunn, Baena, Price & Axelrod, First Union Financial Center, 200 South Biscayne Boulevard, Suite 2500, Miami, FL 33131 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, 399 Park Avenue, 36<sup>th</sup> Floor, New York, NY 10022 and Mark Hurford, Esquire, Campbell &

Levine, LLC, Chase Manhattan Centre, 15<sup>th</sup> Floor, 1201 Market Street, Suite 1500, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Steven M. Yoder, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 919 Third Avenue, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Frank J. Perch, Esquire, 844 N. King Street, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, Republic Center, 325 N. St. Paul, Suite 4080, Dallas, TX 75201.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: October 27, 2006

By: 

Roger Frankel, admitted *pro hac vice*  
Richard H. Wyron, admitted *pro hac vice*  
The Washington Harbour  
3050 K Street, NW  
Washington, DC 20007  
(202) 339-8400  
Co-Counsel to David T. Austern, Future Claimants  
Representative

—and—

PHILLIPS, GOLDMAN & SPENCE, P.A.  
John C. Phillips, Jr. (#110)  
1200 North Broom Street  
Wilmington, DE 19806  
(302) 655-4200  
(302) 655-4210 (fax)  
Co-Counsel to David T. Austern, Future Claimants  
Representative

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:	)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>	)	Case No. 01-1139 (JKF)
Debtors.	)	Objection Deadline: November 16, 2006 at 4:00p.m.
	)	Hearing: Schedule if Necessary (Negative Notice)

COVER SHEET TO EIGHTH MONTHLY INTERIM APPLICATION OF  
ORRICK, HERRINGTON & SUTCLIFFE LLP, BANKRUPTCY COUNSEL  
TO DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE, FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE PERIOD  
SEPTEMBER 1, 2006 THROUGH SEPTEMBER 30, 2006

Name of Applicant: Orrick, Herrington & Sutcliffe LLP ("Orrick")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention: As of February 6, 2006 pursuant to Order entered by Court on May 8, 2006

Period for which compensation is sought: September 1, 2006 through September 30, 2006

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$223,996.25

80% of fees to be paid: \$179,197.00<sup>1</sup>

Amount of Expense Reimbursement sought as actual, reasonable and necessary: \$ 8,006.50

Total Fees @ 80% and 100% Expenses: \$187,203.05

This is an:      interim   X   monthly      final application.

<sup>1</sup> Pursuant to the Administrative Order entered March 17, 2003, absent timely objections, the Debtors are authorized and directed to pay 80% of fees and 100% expenses.

The total time expended for fee application preparation during this time period is 5.90 hours and the corresponding fees are \$1,168.00 and \$493.48 in expenses for Orrick's fee applications and 14.10 hours and \$4,537.50 in fees and \$365.48 in expenses for the FCR and/or his other professionals' fee applications. Any additional time spent for this matter will be requested in subsequent monthly interim applications.

This is Orrick's Eighth interim fee application for the period September 1-30, 2006. Orrick has previously filed the following interim fee applications with the Court:

<u>Interim Period</u>	<u>Fees @ 100%</u>	<u>Fees @ 80%</u>	<u>Expenses @ 100%</u>	<u>Total Fees @ 80% &amp; 100% Expenses</u>
First Interim Period February 6-28, 2006	\$89,026.00	\$71,220.80	\$0.00	\$71,220.80
Second Interim Period March 1-31, 2006	\$117,266.25	\$93,813.00	\$7,501.32	\$101,314.32
Third Interim Period April 1-30, 2006	\$125,362.50	\$100,290.00	\$1,783.43	\$102,073.43
Fourth Interim Period May 1-31, 2006	\$136,416.00	\$109,132.80	\$6,389.80	\$115,522.60
Fifth Interim Period June 1-30, 2006	\$194,266.75	\$155,413.40	\$6,395.69	\$161,809.09
Sixth Interim Period July 1-31, 2006	\$181,982.00	\$145,585.60	\$11,934.45	\$157,520.05
Seventh Interim Period August 1-31, 2006	\$152,041.50	\$121,633.20	\$5,711.17	\$127,344.37

To date, Orrick has received payments from the Debtors in the following amounts:

- \$71,220.80 representing 80% of fees and 100% of expenses for February 2006
- \$101,314.32 representing 80% of fees and 100% of expenses for March 2006
- \$102,073.43 representing 80% of fees and 100% of expenses for April 2006
- \$115,522.60 representing 80% of fees and 100% of expenses for May 2006
- \$159,832.50 representing 80% of fees and 100% of most expenses for June 2006<sup>2</sup>
- \$157,520.05 representing 80% of fees and 100% of expenses for July 2006

### **COMPENSATION SUMMARY** **SEPTEMBER 1-30, 2006**

<u>Name of Professional Person</u>	<u>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</u>	<u>Hourly Billing Rate</u>	<u>Total Billed Hours</u>	<u>Total Fees</u>
William D. Berry	Partner, 7 years in position; 34 years relevant experience; 1972, Employee Benefits	\$620	.50	\$310.00
Roger Frankel	Partner, 23 years in position; 35 years relevant experience; 1971, Bankruptcy	\$725	75.80	\$53,867.50 <sup>3</sup>

<sup>2</sup> This payment for June fees and expenses did not include a reimbursement of \$1,976.59 in expenses; this amount was not the subject of any objection and is still due and owing to Orrick by the Debtors.

<sup>3</sup> This amount reflects a reduction of \$1,087.50 for the 50% discount rate for non-working travel.

<b>Name of Professional Person</b>	<b>Position of Applicant, No. of Years in Position, Prior Relevant Experience, Yr. Obtained License to Practice, Area of Expertise</b>	<b>Hourly Billing Rate</b>	<b>Total Billed Hours</b>	<b>Total Fees</b>
Jonathan P. Guy	Partner, 6 years in position; 16 years relevant experience; 1993, Bankruptcy	\$605	6.50	\$3,932.50
Garret G. Rasmussen	Partner, 24 years in position; 32 years relevant experience; 1974, Litigation	\$645	37.70	\$24,316.50
Raymond G. Mullady, Jr.	Partner, 13 years in position; 23 years relevant experience; 1983, Litigation	\$660	15.20	\$10,032.00
Richard H. Wyron	Partner, 17 years in position; 27 years relevant experience; 1979, Bankruptcy	\$645	65.60	\$41,022.00 <sup>4</sup>
Debra L. Felder	Associate, 4 years in position; 4 years relevant experience; 2002, Bankruptcy	\$405	117.40	\$46,635.75 <sup>5</sup>
Katherine Thomas	Associate, 3 years in position; 3 years relevant experience; 2003, Bankruptcy	\$325	32.40	\$10,530.00
Shannon D. Venegas	Associate, 2 years in position; 2 years relevant experience; 2004, Litigation	\$325	60.80	\$19,760.00
Rachael M. Barainca	Legal Assistant	\$140	44.20	\$6,188.00
Debra O. Fullern	Senior Legal Assistant	\$210	24.80	\$5,208.00
Aurora M. Hamilton	Legal Assistant	\$190	5.50	\$1,045.00
Dmitry Iofe	Practice Support Project Technologist	\$180	6.00	\$1,080.00
John M. Mora	Litigation Support Manager	\$230	.30	\$69.00
<b>Total</b>			<b>492.70</b>	<b>\$223,996.25</b>
<b>Blended Rate: \$454.63</b>				

<sup>4</sup> This amount reflects a reduction of \$1,290.00 for the 50% discount rate for non-working travel.

<sup>5</sup> This amount reflects a reduction of \$911.25 for the 50% discount rate for non-working travel.

**COMPENSATION BY PROJECT CATEGORY**  
**SEPTEMBER 1-30, 2006**

<b><u>Project Category</u></b>	<b><u>Total Hours</u></b>	<b><u>Total Fees</u></b>
Case Administration	11.40	\$2,374.00
Due Diligence	.40	\$290.00
Insurance	10.80	\$6,966.00
Litigation	437.10	\$204,476.50
Retention of Professionals-Other	1.50	\$895.50
Compensation of Professionals-Other	14.10	\$4,537.50
Compensation of Professionals-Orrick	5.90	\$1,168.00
Travel Time (Non-Working)	11.50	\$3,288.75
<b>TOTAL</b>	<b>492.70</b>	<b>\$223,996.25</b>

**EXPENSE SUMMARY**  
**SEPTEMBER 1-30, 2006**

<b><u>Expense Category</u></b>	<b><u>Total</u></b>
Duplicating and Facsimile Charges	\$2,224.33
Facsimile	\$2.00
Meals	\$229.82
Postage/Express Delivery	\$601.71
Experts' Publications	\$1,010.12
Telephone	\$135.49
Travel - Air Fare/Train	\$604.66
Travel - Taxi	\$362.47
Westlaw and Lexis Research	\$2,835.45
<b>TOTAL</b>	<b>\$8,006.05</b>

Orrick's Client Charges and Disbursements Policy effective January 1, 2006, is as follows:

a. ***Duplicating*** -- It is Orrick's practice to charge all clients of the Firm for duplicating at the in-house rate of 20¢ per page; however, Orrick has reduced the duplicating cost to 15¢ per page in order to comply with the Local Rules of this Court. This charge includes the cost of maintaining the duplicating facilities and the actual cost involved with respect to the duplication.

b. ***Long Distance Telephone and Facsimile Charges*** -- Orrick charges clients for long distance telephone calls but not for local telephone calls. Necessary mobile phone usage is reimbursed to professionals submitting an appropriate bill. Out-going facsimile transmissions are charged at \$1.50 per page, plus any long-distance calling cost, and there is no charge for incoming facsimiles.



c. **Messenger and Courier Service** -- It is Orrick's practice to use Federal Express or similar express mail delivery and third-party messenger services only in exigent circumstances (i.e., when needed to meet a deadline or when a next-day response from the recipient was necessary or beneficial to the case) and only when less costly than other available alternatives.

d. **Overtime** -- It is Orrick's practice to allow professionals and paraprofessionals working more than 3 hours of overtime to charge a meal to the appropriate client at a meal charge limited to \$7.50 per professional. It is Orrick's practice to allow professionals and support staff to charge a car service or cab to the appropriate client when working at least 2 hours of overtime. Orrick endeavored not to incur overtime charges unless necessary to benefit the case and in certain exigent circumstances. Orrick utilized secretarial assistance in connection with monitoring and updating case dockets and downloading, circulating and printing of pleadings filed in the case. Thus, certain charges were incurred by secretaries for overtime. (Note: These charges are at rates less than that charged by Orrick paralegals or other professional staff who may have otherwise performed this type of work.)

e. **Computerized Research** -- It is Orrick's practice to use computer-assisted legal research when it is efficient to do so. The charge to clients for Lexis and Westlaw are based on retail rates that do not include non-client specific volume discounts offered to Orrick. Use of fee based internet research services other than Lexis and Westlaw is charged at Orrick's cost. There is no separate charge for free internet research.

Respectfully submitted,

ORRICK, HERRINGTON & SUTCLIFFE LLP

Dated: October 27, 2006

By: 

Roger Frankel, admitted *pro hac vice*

Richard H. Wyron, admitted *pro hac vice*

The Washington Harbour

3050 K Street, NW

Washington, DC 20007

(202) 339-8400

Co-Counsel to David T. Austern, Future Claimants  
Representative

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

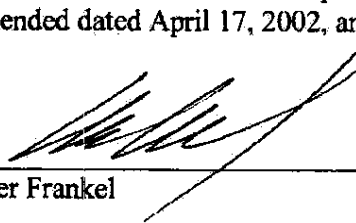
In re:	)	Chapter 11
W.R. GRACE & CO., <u>et al.</u>	)	Case No. 01-1139 (JKF)
Debtors.	)	

VERIFICATION

DISTRICT OF COLUMBIA, TO WIT:

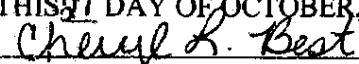
Roger Frankel, after being duly sworn according to law, deposes and says:

1. I am a partner of the applicant law firm Orrick, Herrington & Sutcliffe LLP ("Orrick") and have been admitted *pro hac vice* to appear in these cases.
2. I have personally performed many of the legal services rendered by Orrick as counsel to David T. Austern as Future Claimants' Representative ("FCR") and am familiar with the other work performed on behalf of the FCR by the lawyers, legal assistants, and other professionals of Orrick as set forth in the invoices attached as Exhibit A to Orrick's monthly interim application.<sup>1</sup>
3. I have reviewed the Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I have reviewed the requirements of Local Rule 2016-2 and the Administrative Order as Amended dated April 17, 2002, and I believe the Application to be in compliance therewith.

  
\_\_\_\_\_  
Roger Frankel

SWORN AND SUBSCRIBED TO BEFORE ME

THIS 27 DAY OF OCTOBER, 2006

  
\_\_\_\_\_  
Notary Public

My commission expires: 11-14-10

<sup>1</sup> Certain portions of the time entries in the attached Exhibit A have been redacted as they contain confidential information.

**EXHIBIT A**

**ORRICK, HERRINGTON & SUTCLIFFE LLP**

**INVOICES FOR THE TIME PERIOD**

**SEPTEMBER 1-30, 2006**



David Austern, Futures Claims Representative for  
W.R. Grace & Co.  
c/o Claims Resolution Management Corp.  
3110 Fairview Park Drive, Suite 200  
Falls Church, VA 22042

October 15, 2006  
Client No. 17367  
Invoice No. 1036448

Orrick Contact: Roger Frankel

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 2 - Case Administration**

09/01/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/01/06	D. Fullem	Review docket updates (.3); prepare updates to calendar (1.5).	1.80
09/05/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/06/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/07/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/07/06	D. Fullem	Review docket entries (.2); prepare case calendar update (.8); circulate to D. Felder for review and comment (.1).	1.10
09/08/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/08/06	D. Fullem	Prepare updates to case calendar and circulate to D. Felder for review.	0.50
09/09/06	D. Fullem	Review and respond to e-mail from D. Felder regarding status of case calendar updates.	0.10
09/10/06	D. Fullem	Prepare updates to case calendar and circulate to parties.	0.70
09/11/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/11/06	D. Fullem	Review docket update.	0.20
09/12/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/12/06	D. Fullem	Review recent docket entries and prepare update to case calendar; circulate to D. Felder for review.	0.80
09/12/06	D. Fullem	Confer with T. Grosko regarding question on case calendar update.	0.20
09/13/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/14/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/15/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/18/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/19/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/20/06	R. Barainca	Review Court docket; download documents and distribute.	0.30
09/21/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/22/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/23/06	D. Fullem	Review and respond to e-mail from D. Felder regarding status of case calendar updates.	0.10



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 2

October 15, 2006  
Invoice No. 1036448

09/24/06	D. Fullem	Prepare final updated case calendar and circulate to R. Wyron and others for review.	0.60
09/25/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/26/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/26/06	R. Frankel	Review and organize pleadings.	0.60
09/27/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/28/06	R. Barainca	Review Court docket; download documents and distribute.	0.20
09/29/06	R. Barainca	Review Court docket; download documents and distribute.	0.20

Total Hours 11.40

Total For Services \$2,374.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	4.70	140.00	658.00
Roger Frankel	0.60	725.00	435.00
Debra O. Fullem	6.10	210.00	1,281.00
<b>Total All Timekeepers</b>	<b>11.40</b>	<b>\$208.25</b>	<b>\$2,374.00</b>

**Disbursements**

Duplicating Expense	1.05
Express Delivery	81.07
Facsimile	2.00
Telephone	1.09
<b>Total Disbursements</b>	<b>\$85.21</b>

**Total For This Matter \$2,459.21**



O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 3

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 5 - Due Diligence**

09/06/06	R. Frankel	Telephone conference with Messrs. Radecki and Brownstein re pension issues, project spaghetti, EPA; notes re same.	0.40
----------	------------	--	------

Total Hours 0.40

Total For Services

\$290.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Roger Frankel	0.40	725.00	290.00
Total All Timekeepers	0.40	\$725.00	\$290.00

**Total For This Matter**

**\$290.00**



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 4

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 7 - Insurance Matters**

09/01/06	R. Wyron	Review e-mails regarding Equitas agreement and scheduling, and follow-up.	0.60
09/04/06	R. Wyron	Organize materials on Equitas settlement and begin review.	0.80
09/05/06	R. Wyron	Review comments on Equitas agreement and e-mails regarding same (.6); call with R. Horkovich and M. Hurford and follow-up (.7).	1.30
09/06/06	R. Wyron	Continue review of modified Equitas agreement.	0.60
09/08/06	R. Wyron	Review Equitas proposal from R. Horkovich and follow-up (.8); prepare for call with PI (.8); call with R. Horkovich and M. Hurford on settlement agreement issues, and follow-up e-mails (.8); review other settlements with asbestos and non-asbestos claims (1.3).	3.70
09/14/06	R. Wyron	Call with PI counsel on Equitas deal (.2); review e-mails regarding same (.2); review draft (.9).	1.30
09/15/06	R. Wyron	Review Equitas draft from R. Horkovich and provide comments.	1.20
09/21/06	R. Wyron	Review and respond to e-mails regarding issues in Equitas agreement (.6); finalize language on indemnity (.5).	1.10
09/22/06	R. Wyron	Review e-mails on Equitas settlement status and respond.	0.20
		Total Hours	10.80
		Total For Services	\$6,966.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Richard H. Wyron	10.80	645.00	6,966.00
Total All Timekeepers	10.80	\$645.00	\$6,966.00

**Total For This Matter** **\$6,966.00**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 5

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 8 - Litigation**

08/29/06	J. Guy	Conference with D. Felder and K. Thomas (separate occasions) re status of pending matters (.3); review e-mails re discovery on claims (.3).	0.60
08/30/06	J. Guy	Conference with D. Felder re discovery on estimation issues and status of case, and next steps (.2); review correspondence re discovery (.3).	0.50
08/31/06	J. Guy	E-mails re meet and confer on pending discovery.	0.20
09/01/06	R. Barainca	Research information on the FCR's Expert Witnesses.	2.50
09/01/06	S. Venegas	Review monthly omnibus hearing transcript.	1.30
09/01/06	D. Felder	Review scheduling issues and e-mail to D. Fullem regarding same (.9); telephone conference with estimation expert regarding questionnaire (.1); review Sealed Air deposition transcript of R. Beber and begin preparing summary regarding same (2.1); review materials regarding Rust database and questionnaires (1.5).	4.60
09/01/06	R. Wyron	Review e-mails to respond to Debtors' Rule 2004 request (.7); confer with D. Felder and follow-up (.2).	0.90
09/01/06	R. Frankel	Review and send series of e-mails re September 11 hearing, motion re production of documents.	0.60
09/01/06	R. Frankel	Review pleadings by Esserman, et al. re objections to PI Questionnaire.	1.20
09/02/06	S. Venegas	Research expert estimation issues.	4.00
09/02/06	R. Frankel	Review memo re traditional exclusivity arguments in preparation for hearing (.9); review, revise argument (.4).	1.30
09/03/06	S. Venegas	Research expert estimation issues.	0.50
09/03/06	R. Wyron	Review e-mails for production in response to Debtors' Rule 2004 motion (scope and privilege).	1.60
09/04/06	G. Rasmussen	Review of proposals from expert witness [REDACTED] regarding areas of inquiry.	1.00
09/05/06	R. Barainca	Research information on the FCR's Expert Witnesses.	3.40
09/05/06	D. Fullem	Confer with R. Barainca regarding status of research on FCR's experts.	0.20
09/05/06	D. Fullem	Conduct research on FCR experts, Jennifer Biggs, [REDACTED] and [REDACTED]	5.00
09/05/06	S. Venegas	Review estimation procedure in cases (6.0); review Judge Jack's silicosis opinion (1.0).	7.00





David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 6

October 15, 2006  
Invoice No. 1036448

09/05/06	D. Felder	Review e-mail correspondence in connection with Debtors' 2004 motion (1.2); telephone conference with G. Rasmussen regarding various estimation issues (.1); telephone conferences with J. Biggs regarding estimation issues (.2); telephone conference with R. Frankel and counsel for PI and PD Committees regarding strategy (.9); follow-up conference with R. Frankel regarding same (.1); review expert stipulation and correspondence in preparation for meet and confer with Debtors and PI Committee's counsel (1.0); review joint objection to Debtors' 2004 motion (.4).	3.90
09/05/06	G. Rasmussen	Update R. Mullady on status of expert reports; conference with N. Finch on expert reports; exchange of e-mails with [REDACTED] regarding his expert work.	0.80
09/05/06	R. Wyron	Review experts' deadlines and e-mails regarding same (.8); review issues for Piper Jaffray report (.3); review documents in response to Rule 2004 request (.7).	1.80
09/05/06	R. Mullady, Jr.	Review status of expert reports and scheduling, including discussions with G. Rasmussen and D. Felder (.5); e-mails to/from R. Wyron regarding expert issues (.2).	0.70
09/05/06	R. Frankel	Review with R. Wyron issues re experts.	0.30
09/05/06	R. Frankel	Telephone conference with D. Austern re September 11 hearing (.3); review Equity Committee statement re PI Questionnaire (.5); notes re same (.3).	1.10
09/05/06	R. Frankel	Review agenda for 9/11 hearing; notes, e-mails re same.	0.50
09/05/06	R. Frankel	Review outline for oral argument, slides in preparation for conference call.	1.20
09/05/06	R. Frankel	Review pleadings in preparation for exclusivity hearing.	1.10
09/05/06	R. Frankel	Telephone conference with Messrs. Inselbuch and Baena and Ms. Felder in preparation for exclusivity hearing.	1.00
09/06/06	R. Barainca	Research information on FCR's Expert Witnesses.	2.00
09/06/06	R. Barainca	Edit exhibits for upcoming hearing.	0.90
09/06/06	S. Venegas	Review Silicosis case.	0.80
09/06/06	D. Felder	Review correspondence regarding Sealed Air documents and outstanding discovery requests from ACC (1.0); review exhibits for hearing on September 11 (.2); attend meeting and confer with Debtors and ACC (3.2); review joint objection to Debtors' 2004 motion (.3); telephone conferences with R. Barainca regarding exhibits for September 11 hearing (.2); telephone conference with N. Finch and J. Liesemer regarding estimation issues and discovery (.6); conference with G. Rasmussen regarding same (.1).	5.60



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 7

October 15, 2006  
Invoice No. 1036448

09/06/06	J. Guy	Meet and confer with debtors' counsel and ACC counsel re pending discovery requests, review requests.	3.00
09/06/06	G. Rasmussen	Make decision regarding which expert reports need to be filed this month.	0.20
09/06/06	G. Rasmussen	Participate in conference call regarding discovery.	0.60
09/06/06	R. Wyron	Call with Piper Jaffray on open issues and follow-up (.6); review exclusivity slides and provide comments (.8).	1.40
09/06/06	R. Mullady, Jr.	Attention to discovery and expert issues.	0.60
09/06/06	R. Frankel	Begin review of various exclusivity pleadings filed in case.	0.80
09/06/06	R. Frankel	Review, modify oral argument outline, slides in light of 9/5 telephone conference.	2.20
09/06/06	R. Frankel	Review draft joint objection to debtors motion for production of documents.	1.20
09/06/06	R. Frankel	Review draft debtors motion for authority to settle certain tax claims.	0.80
09/07/06	R. Barainca	Research information on FCR's Expert Witnesses.	2.80
09/07/06	A. Hamilton	Meet with D. Fullem regarding text and images that did not transfer to share drive for loading (.5); review corrupt files to resolve load issues (2.0).	2.50
09/07/06	D. Fullem	Discuss research on FCR experts with R. Barainca.	0.20
09/07/06	D. Fullem	Prepare numerous CDs by Casner Edwards and Caplin Drysdale for Concordance database.	3.00
09/07/06	D. Felder	Review joint objection to Debtors' 2004 motion (1.4); telephone conference with R. Wyron and J. Sakalo regarding same (.6).	2.00
09/07/06	R. Mullady, Jr.	Review and reply to e-mails from D. Felder and N. Finch regarding discovery strategy.	0.40
09/07/06	R. Frankel	Revise outline of argument and review corresponding slides (1.6); e-mails re same (.3).	1.90
09/07/06	R. Frankel	Review notebook with prior pleadings related to exclusivity.	2.30
09/07/06	R. Frankel	Series of e-mails re tax conference call; review with R. Wyron re document production.	0.30
09/08/06	R. Barainca	Confer with R. Frankel and D. Felder regarding exhibits for September 11, 2006 hearing.	0.40
09/08/06	R. Barainca	Edit exhibits for September 11, 2006 hearing.	1.50
09/08/06	R. Barainca	Prepare binder of newly filed documents regarding the PI Questionnaire for R. Frankel and D. Felder.	2.40
09/08/06	R. Barainca	Confer several times with D. Felder regarding the exhibits for the September 11, 2006 hearing.	0.50
09/08/06	D. Fullem	Continue to prepare CDs from Caplin Drysdale for Concordance project.	2.00
09/08/06	K. Thomas	Assemble exhibits for D. Felder.	0.30
09/08/06	S. Venegas	Review Silicosis opinion.	0.40



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 8

October 15, 2006  
Invoice No. 1036448

09/08/06	D. Felder	Telephone conference with G. Rasmussen and expert regarding various issues (.2); review joint objection to Debtors' 2004 motion and telephone conference with J. Sakalo regarding same (.3); review e-mail correspondence regarding Debtors' 2004 motion (.5); revise and finalize exhibits for September 11 hearing (1.0); various conferences with R. Frankel and R. Barainca regarding same (1.0); review e-mail correspondence from B. Harding regarding expert stipulation and estimation experts (.3).	3.30
09/08/06	G. Rasmussen	Read ████████ book; conference with ████████	2.80
09/08/06	G. Rasmussen	Outline product ID issues for discovery.	1.00
09/08/06	R. Wyron	Review information from Libby Claimants and respond by e-mail regarding experts (.3); review and provide comments on joint objection to Debtors' Rule 2004 request (.8).	1.10
09/08/06	R. Mullady, Jr.	Attention to expert and discovery issues.	0.50
09/08/06	R. Frankel	Review amended agenda for hearing; new filings re questionnaire.	0.30
09/08/06	R. Frankel	Review and revise slides for argument (.9); confer with D. Felder re same (.4).	1.30
09/08/06	R. Frankel	Review and prepare oral argument for exclusivity hearing.	1.90
09/09/06	S. Venegas	Review silicosis opinion.	1.00
09/09/06	D. Felder	Begin review of pleadings regarding motion to compel responses to PI Questionnaire.	0.50
09/09/06	D. Felder	Review amended agenda regarding September 11 hearing (.1); begin reviewing recent pleadings regarding motion to compel questionnaire responses (.4).	0.50
09/09/06	G. Rasmussen	Draft a list of points for expert analysis.	2.00
09/09/06	R. Frankel	Review recent pleadings re PI Questionnaire from Debtor and various law firms.	1.80
09/10/06	R. Frankel	Prepare for hearing during travel to Pittsburgh.	2.50
09/11/06	R. Barainca	Research information on FCR's Expert Witnesses.	0.20
09/11/06	S. Venegas	Attend Omnibus Hearing on exclusivity.	4.80
09/11/06	D. Felder	Attend hearing on exclusivity and Debtors' motion to compel questionnaire responses (7.5); review Debtors' draft motion regarding tax settlement (.2).	7.70
09/11/06	G. Rasmussen	Work on expert reports.	6.00
09/11/06	R. Wyron	Review CCHP tax issue and e-mails re same in preparation for 9/12 call.	0.60
09/11/06	R. Wyron	Attend exclusivity hearing telephonically, and follow-up e-mails re same.	5.30
09/11/06	R. Mullady, Jr.	Conference with G. Rasmussen regarding ████████ report (.2); review and comment on D. Felder report on 9/11 hearing (.3).	0.50
09/11/06	R. Frankel	Prepare for hearing, review slides, outline of argument.	2.30



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 9

October 15, 2006  
Invoice No. 1036448

09/11/06	R. Frankel	Confer with J. Radecki, D. Austern prior to hearing.	1.10
09/11/06	R. Frankel	Hearing on exclusivity at USBC/Pittsburgh; travel to airport and confer with D. Austern and J. Radecki post-hearing.	4.60
09/11/06	R. Frankel	Series of e-mails re ruling on exclusivity; prepare notes re next step, estimation strategy.	0.90
09/12/06	D. Fullem	Confer with A. Hamilton regarding status of Concordance project.	0.20
09/12/06	D. Fullem	Confer with R. Wyron and D. Felder regarding exclusivity hearing and results of same.	0.20
09/12/06	S. Venegas	Review Rand study.	1.40
09/12/06	D. Felder	Review Debtors' motion regarding tax settlement (.1); telephone call with Debtors and various financial advisors and committee counsel regarding same (.8); follow-up telephone conference with J. Radecki and J. Brownstein (.1).	1.00
09/12/06	G. Rasmussen	Review of D. Felder's notes of hearing.	0.30
09/12/06	G. Rasmussen	Outline issues to be addressed in expert reports.	2.50
09/12/06	R. Wyron	Call on CCHP tax settlement and follow-up information (.9); call to Piper Jaffray re same (.2).	1.10
09/12/06	R. Frankel	Series of e-mails re hearing on 9/11, slides, meeting re strategy.	0.60
09/13/06	A. Hamilton	Continue to upload data into databases (1.0); confer with New York Litigation Support Group regarding construction (.5).	1.50
09/13/06	D. Fullem	Review and respond to e-mails from D. Felder regarding status of CDs loaded and Concordance project; review e-mail from A. Hamilton regarding current status.	0.30
09/13/06	J. Mora	Assist A. Hamilton with Concordance databases and need to convert to version 7; coordinate conversion with D. Iofe.	0.30
09/13/06	K. Thomas	Review transcript from J. Fitzgerald re Section 327 retention of experts as professionals; send e-mail to R. Wyron summarizing same.	0.30
09/13/06	S. Venegas	Review Rand report.	0.60

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 10

October 15, 2006  
Invoice No. 1036448

09/13/06	D. Felder	Review expert stipulation and e-mail communication to Debtors and FCR's litigation team regarding same (.4); review correspondence and outline from G. Rasmussen regarding estimation issues (.5); review CDs from Casner & Edwards regarding products (1.4); telephone conference with G. Rasmussen, R. Mullady and counsel for PI Committee regarding estimation issues and strategy (1.0); review confidentiality agreements and notices of acknowledgement to experts and correspondence with experts regarding same (1.2); telephone conference with N. Finch regarding expert stipulation and e-mails to and from R. Mullady regarding same (.3).	4.80
09/13/06	G. Rasmussen	Provide information to expert [REDACTED] relating to Grace products.	0.50
09/13/06	G. Rasmussen	Conference with N. Finch et al. regarding discovery of debtor.	1.00
09/13/06	R. Mullady, Jr.	Conference call with N. Finch regarding discovery (1.3); review and discuss expert stipulation (.2).	1.50
09/14/06	R. Barainca	Confer with D. Felder and D. Fullen regarding the FCR's Expert Witnesses.	0.30
09/14/06	D. Iofe	Convert various Concordance databases to version 7 to allow firm wide access to data (2.0); convert PDF to tiff files (1.0); link images to various databases (1.5).	4.50
09/14/06	K. Thomas	Various discussions with D. Felder and R. Wyron re PD Claims (5); review docket for PD CMO Objections thereto and begin review of same (.5).	1.00
09/14/06	D. Felder	Review estimation materials in preparation for strategy meeting (.3); e-mail correspondence to J. Biggs and P. Brooks regarding expert stipulation (.1); review expert stipulation (.1); research regarding exclusivity and review pleadings regarding same (.5); strategy meeting with R. Frankel, R. Wyron and litigation team regarding estimation issues (1.7); telephone conference with P. Brooks regarding expert stipulation (.1); finalize expert stipulation and e-mail communication regarding same (.2); review proposed exclusivity order and telephone conference and e-mail correspondence with R. Wyron regarding same (.3); telephone conference with A. VanGrack regarding CDs from Casner & Edwards (.1); review CDs regarding same (.5).	3.90
09/14/06	J. Guy	Meeting re estimation trial and use of experts (.7); review Armstrong opinion with Orrick team and strategize re next steps (.8).	1.50





ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 11

October 15, 2006  
Invoice No. 1036448

09/14/06	G. Rasmussen	Exchange of e-mails with expert concerning expert witness report.	0.50
09/14/06	G. Rasmussen	Meet with R. Frankel and R. Wyron concerning experts and status of expert reports.	1.50
09/14/06	R. Wyron	Review e-mails on appeal of exclusivity order and respond (.4); attend part of strategy session on experts and follow-up (2.3); review draft exclusivity order, and follow-up comments and e-mails (.8.)	3.50
09/14/06	R. Mullady, Jr.	E-mails to/from G. Rasmussen regarding expert issues and discovery strategy (.4); attend strategy meeting with R. Frankel and litigation team (1.0); review and reply to e-mails regarding expert stipulation and other matters (.4). Review estimation decision (AWI) in preparation for strategy meeting.	1.80
09/14/06	R. Frankel	Prepare notes re litigation strategy, estimation.	0.70
09/14/06	R. Frankel	Confer with R. Mullady, G. Rasmussen, R. Wyron and D. Felder re strategy, status in preparation for estimation trial.	1.50
09/15/06	R. Barainca	Prepare a binder of documents related to the Motion to Compel for D. Felder.	1.00
09/15/06	D. Iofe	Continue to link images to Concordance databases to improve performance of database supplied by former counsel.	1.50
09/15/06	A. Hamilton	Assist with database construction.	1.50
09/15/06	K. Thomas	Review pleadings related to PD Claims (.3); review August 31, 2006 Transcript (2.0).	2.30
09/15/06	D. Felder	Review docket and recently filed pleadings and e-mails to D. Fullem regarding same (.8); telephone conference with B. Harding, N. Finch and G. Rasmussen regarding estimation experts (.1); telephone conference with G. Rasmussen and [REDACTED] regarding expert issues (.2); telephone conference with G. Rasmussen and [REDACTED] regarding expert issues (.1); review materials regarding questionnaire for experts (1.0).	2.20
09/15/06	J. Guy	Attention to prospective appeal of exclusivity order, analyze applicable standard and timing of appeal; e-mails re same.	0.70
09/15/06	G. Rasmussen	Conference with expert witness regarding his report.	0.50
09/15/06	G. Rasmussen	Conference with another expert witness regarding his report.	0.30
09/15/06	G. Rasmussen	Conference call with Grace attorneys regarding ground rules for expert reports.	0.30
09/15/06	R. Wyron	Review e-mails regarding meeting with experts and follow-up (.3); review e-mails regarding exclusivity order and impact on case and respond (.8).	1.10



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 12

October 15, 2006  
Invoice No. 1036448

09/15/06	R. Mullady, Jr.	Discussions with G. Rasmussen regarding expert issues (.4); review e-mails regarding expert stipulation (.2).	0.60
09/15/06	R. Frankel	Review issues re exclusivity, proposed order (.4); telephone conference with E. Inselbuch re appeal of order (.3); notes re same (.2).	0.90
09/15/06	R. Frankel	Consider litigation strategy; series of e-mails re exclusivity, appeal, valuation.	0.80
09/15/06	R. Frankel	Read draft expert report of [REDACTED] (1.0); read draft expert report of [REDACTED] (.9).	1.90
09/15/06	R. Frankel	Review draft order extending exclusivity (.3); e-mails re same (.3).	0.60
09/18/06	R. Barainca	Continue preparing a binder of documents related to the Motion to Compel for D. Felder.	3.40
09/18/06	K. Thomas	Review transcript from July 24 hearing re claims objection/estimation of PD claims (1.5); review additional pleadings filed in response to PD CMO (.4).	1.90
09/18/06	S. Venegas	Review caselaw and draft memo.	1.60
09/18/06	D. Felder	Review Debtors' notice of proposed sale of Grace performance chemicals tank trailers (.1); review proposed order on exclusivity (.1); conference with R. Wyron regarding same (.1).	0.30
09/18/06	W. Berry	Review R. Wyron e-mail, telephone conference with Altman, prepare e-mail to Altman, review AON pension alternatives materials.	0.50
09/18/06	R. Frankel	Telephone conference with J. Radecki re valuation issues (.3); review issues re timing of valuation (.3).	0.60
09/19/06	K. Thomas	Review transcript from July 24 and Aug. 31 (2.0); review debtors response to objections to PD CMO (.5); discuss same with D. Felder (.2); conference with D. Felder and R. Wyron re exclusivity appeal (.3).	3.00
09/19/06	S. Venegas	Review caselaw and draft summary (2.0) review transcripts of Omnibus hearings (6.3).	8.30



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 13

October 15, 2006  
Invoice No. 1036448

09/19/06	D. Felder	Review Debtors' tax settlement motion (.3); review agenda for September 25 hearing (.1); review interim order regarding exclusivity and research regarding same (1.0); telephone conference with E. Inselbuch, S. Baena, J. Sakalo, R. Frankel and R. Wyron regarding strategy (1.0); conference with K. Thomas regarding exclusivity issues (.5); telephone conference with J. Biggs regarding September 20 meeting (.3); conference with R. Wyron regarding same (.2); review materials regarding exclusivity (2.1); draft notice of appeal regarding exclusivity (.4); review materials regarding estimation and prepare for meeting with experts (2.4); conference with K. Thomas regarding property damage issues (.2).	8.50
09/19/06	R. Wyron	Review e-mails on exclusivity issue (.8); call with PI and PD on strategy on exclusivity and follow-up (1.2); review legal research (.6); review issues on pension plan and e-mails re same (.7).	3.30
09/19/06	R. Frankel	Telephone conference with E. Inselbuch, S. Baena, others re litigation issues, exclusivity, appeal.	0.80
09/19/06	R. Frankel	Confer with R. Wyron, D. Felder re appeal (.3); e-mails re same, bridge order (.5).	0.80
09/19/06	R. Frankel	Review strategy issues re litigation, exclusivity, appeal of order (.8); consider outline of appellants' brief re exclusivity (.8).	1.60
09/19/06	R. Frankel	Review agenda for omnibus hearing; review with R. Wyron.	0.30
09/20/06	K. Thomas	Discussion with R. Wyron re status of research on PD Claims issues (.3); legal research re standard of review for exclusivity (2.5); research re SGL case (.4); begin drafting summary of results of research (.5); discuss same with D. Felder and R. Wyron (.3).	4.00
09/20/06	S. Venegas	Review Omnibus transcripts.	0.90
09/20/06	D. Felder	Meeting with Tillinghast experts, [REDACTED] R. Wyron and G. Rasmussen regarding estimation issues (6.5); follow-up conference with R. Wyron, G. Rasmussen and [REDACTED] (2.0).	8.50
09/20/06	G. Rasmussen	Conference with J. Biggs regarding her expert analysis.	6.50
09/20/06	G. Rasmussen	Meet with [REDACTED] regarding his expert analysis.	2.50
09/20/06	R. Wyron	Review e-mails on Tillinghast information (.2); confer with K. Thomas on PD and follow-up (.6); prepare for Tillinghast meeting (1.3); meet with Tillinghast, et al. and follow-up (7.9); call on Equitas settlement and follow-up e-mail (1.3).	11.30
09/20/06	R. Frankel	Review draft notice of appeal; e-mail re same.	0.30





ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 14

October 15, 2006  
Invoice No. 1036448

09/21/06	K. Thomas	Research re exclusivity (1.1); continue drafting summary of research for R. Wyron and D. Felder and send summary to R. Wyron and D. Felder (.7).	1.80
09/21/06	S. Venegas	Review Omnibus transcripts (5.4); Westlaw search re Daubert (.4).	5.80
09/21/06	D. Felder	Review pleadings regarding exclusivity and begin outline regarding same.	2.50
09/21/06	R. Wyron	Follow-up on open items from Tillinghast and review e-mails re same.	0.60
09/21/06	R. Frankel	Read transcript of September 11 hearing.	2.20
09/22/06	K. Thomas	Research re 1121(d) and exclusivity (2.1); discuss exclusivity outline with D. Felder (.1); discuss legal research with D. Felder (.1).	2.30
09/22/06	S. Venegas	Research Daubert guidelines and relevant caselaw (1.9); review omnibus transcripts (4.0).	5.90
09/22/06	D. Felder	Review notes from meeting with experts and prepare e-mails to G. Rasmussen and Debtors regarding same (1.5); review case law regarding exclusivity and continue drafting outline for exclusivity appeal (4.0); conference with D. Austern, R. Frankel, R. Wyron and G. Rasmussen regarding strategy and upcoming estimation process (2.2).	7.70
09/22/06	G. Rasmussen	Meeting with D. Austern concerning status of experts' analysis.	2.50
09/22/06	R. Wyron	Meet with D. Austern on strategy issues and follow-up (2.0); work on notice of appeal and respond to e-mails re same (.2).	2.20
09/22/06	R. Frankel	Review and sort files in preparation for meeting with D. Austern, G. Rasmussen.	2.40
09/22/06	R. Frankel	Confer with D. Austern, G. Rasmussen, R. Wyron, D. Felder re estimation, case issues (2.3); notes re same (.3).	2.60
09/23/06	D. Felder	Research and review case law regarding exclusivity (4.3); prepare outline of argument regarding same (4.0).	8.30
09/24/06	S. Venegas	Research Daubert guidelines.	4.50
09/24/06	D. Felder	Review September 25 hearing agenda, proposed orders regarding motion to compel, Debtors' motion to settle tax claims, and seventeenth omnibus objection to claims.	1.00
09/25/06	R. Barainca	Confer with D. Fullern regarding updating chart of professionals compensation.	0.20
09/25/06	R. Barainca	Update the Professionals Compensation chart for D. Felder.	3.10
09/25/06	K. Thomas	Telephonic participation (listen only) in omnibus hearing (4.0); discussions with D. Felder and R. Wyron re same (.5).	4.50
09/25/06	S. Venegas	Research and draft memo on Daubert.	3.70



ORRICK

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 15

October 15, 2006  
Invoice No. 1036448

09/25/06	D. Felder	Conference with R. Frankel regarding exclusivity appeal (.1); review and revise outline regarding same (1.2); telephonic participation in omnibus hearing (2.6); telephone conference with [REDACTED] J. Biggs and [REDACTED] regarding estimation issues and follow-up with G. Rasmussen (1.5).	5.40
09/25/06	G. Rasmussen	Meeting with [REDACTED] expert witness.	0.30
09/25/06	R. Wyron	Review material for omnibus hearing (1.2); attend omnibus hearing (4.0); consult with counsel for PD and PI regarding exclusivity issues (.4); consult with counsel for PD and PI regarding strategy issues (.3).	5.90
09/25/06	R. Frankel	Review with R. Wyron issues re exclusivity order, hearing (.1); review agenda for hearing (.3).	0.40
09/25/06	R. Frankel	Review, revise outline of appeal arguments re exclusivity (2.1); confer with D. Felder re same (.3).	2.40
09/25/06	R. Frankel	Attend omnibus hearing telephonically and take notes re same.	4.80
09/26/06	R. Barainca	Update the Professionals Compensation chart for D. Felder.	5.50
09/26/06	R. Barainca	Confer with D. Fullern regarding professionals compensation chart.	0.50
09/26/06	K. Thomas	Review e-mail from R. Wyron re omnibus hearing and respond to same (.1); review transcripts from January - July 2006 for PD issues (3.0); send e-mail re same to R. Wyron and D. Felder (.2).	3.30
09/26/06	S. Venegas	Prepare memo covering previous asbestos cases and Daubert fundamentals (5.0); confer with R. Mullady re same (.5).	5.50
09/26/06	D. Felder	Research case law regarding exclusivity (2.5); conferences with A. Venegas regarding estimation (.2); telephone conference with J. Biggs regarding estimation issues (.3); review materials from [REDACTED] regarding estimation (1.5); review estimation pleadings regarding litigation strategy (3.5).	8.00
09/26/06	G. Rasmussen	Conference with R. Mullady on status of expert reports.	0.30
09/26/06	R. Wyron	Work on finalizing exclusivity order, and e-mails to and from other counsel re same.	0.90
09/26/06	R. Mullady, Jr.	Review transcript from 9/11 hearing and debtor's powerpoint exhibits (1.0); meet with A. Venegas regarding estimation briefing (.6); conference with R. Wyron and G. Rasmussen regarding same (.2); conference with G. Rasmussen regarding experts (.2); review and reply to e-mail from R. Wyron and D. Felder regarding 10.12 meeting with J. Biggs (.2).	2.20
09/26/06	R. Frankel	Review Grace motion to settle various tax claims.	0.60



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 16

October 15, 2006  
Invoice No. 1036448

09/26/06	R. Frankel	Telephone conference with D. Austern re Libby data request; notes re same.	0.30
09/26/06	R. Frankel	Telephone conferences with Messrs. Inselbuch, Baena, Wyron re order on exclusivity (.6); review draft order (.2).	0.80
09/26/06	R. Frankel	Review, revise amended outline of appeal brief re exclusivity.	2.20
09/27/06	K. Thomas	Discuss additional research re exclusivity with D. Felder (.2); discuss scope of review of docket re PD Claims with R. Wyron (.2); review cases on exclusivity (4.0); series of discussions of same with D. Felder and R. Wyron re same; telephone conference with D. Felder and R. Wyron re standard of review (.4); other legal research re exclusivity (.3).	5.70
09/27/06	D. Felder	Research case law regarding standard of review and case law regarding exclusivity.	6.10
09/27/06	R. Wyron	Review pension issues and e-mails regarding same (.6); review e-mails on estimation issues and respond (.5).	1.10
09/27/06	R. Mullady, Jr.	Continue review of transcript from 9/11/06 hearing (1.2); attention to developing expert testimony on tort reform issue and discussions with G. Rasmussen and D. Felder regarding same (.8); review estimation and Daubert opinions (1.0).	3.00
09/27/06	R. Frankel	Review [REDACTED] article (1.0); confer with D. Felder re appeal issues (.6).	1.60
09/27/06	R. Frankel	Series of e-mails re appeal issues, order on exclusivity (.9); review, consider appeal strategy (.6).	1.50
09/27/06	R. Frankel	Review order clarifying bar date.	
09/28/06	S. Venegas	Team meeting.	0.30
09/28/06	D. Felder	Review claim estimation materials from [REDACTED] and J. Biggs (1.0); review case law and outline regarding exclusivity appeal (4.3); preparation for meeting with litigation team (1.5); prepare 30(b)(6) requests and review materials from Debtors regarding same (2.4).	1.70
09/28/06	G. Rasmussen	Prepare for and conference with R. Mullady on status of discovery.	9.20
09/28/06	G. Rasmussen	Prepare outline of additional discovery we need.	1.30
09/28/06	R. Wyron	Review e-mail traffic on open litigation issues and strategy, and follow-up.	1.00
09/28/06	R. Mullady, Jr.	Attention to discovery matters, including meeting with estimation team and discussions with counsel for ACC (2.6); review and revise draft motion to compel discovery of settlement information (.4); e-mails to/from N. Finch (.4).	0.70
09/28/06	R. Frankel	Review preliminary information re future claims.	3.40
			0.90



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 17

October 15, 2006  
Invoice No. 1036448

09/29/06	R. Barainca	Prepare Siegel's exhibits from past depositions for D. Felder.	1.20
09/29/06	K. Thomas	Legal research re exclusivity.	2.00
09/29/06	S. Venegas	Call with N. Finch and Grace team.	1.10
09/29/06	D. Felder	Conference with A. Hamilton, D. Fullem and R. Barainca regarding concordance and Sealed Air materials (.2); review notice of appeal and e-mail to R. Frankel and R. Wyron (.2); review 30(b)(6) notice and review interrogatory responses from Debtors (1.5); review e-mail correspondence from N. Finch and notes from R. Mullady (.1); review motion to compel and comments from R. Mullady (.3); review September 22 letter from B. Harding (.2); prepare for call with N. Finch and R. Mullady (.3); telephone conference with R. Mullady, A. Venegas and N. Finch regarding estimation strategy (1.0); conference call with J. Biggs and G. Rasmussen (1.0); finalize notice of appeal and e-mail correspondence to ACC and PD regarding same (1.0); review correspondence and documents from N. Finch and J. Biggs (1.0); review correspondence regarding exclusivity order (.3).	7.10
09/29/06	G. Rasmussen	Conference with N. Finch and R. Mullady regarding open discovery issues.	1.00
09/29/06	G. Rasmussen	Conference with J. Biggs concerning status of her work and meeting with RUST people to better understand the database.	0.50
09/29/06	R. Wyron	Review e-mails on exclusivity order and follow-up (.3); follow-up on appeal issues (.2.)	0.50
09/29/06	R. Frankel	Review series of e-mails re exclusivity order, notice of appeal.	0.40
09/29/06	R. Frankel	Review [REDACTED] case; notes re same.	0.90

Total Hours 437.10  
Total For Services

\$204,476.50

Timekeeper Summary	Hours	Rate	Amount
Rachael Barainca	31.80	140.00	4,452.00
William D. Berry	0.50	620.00	310.00
Debra Felder	112.60	405.00	45,603.00
Roger Frankel	71.80	725.00	52,055.00
Debra O. Fullem	11.10	210.00	2,331.00
Jonathan P. Guy	6.50	605.00	3,932.50
Aurora M. Hamilton	5.50	190.00	1,045.00
Dmitry Iofe	6.00	180.00	1,080.00



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 18

October 15, 2006  
Invoice No. 1036448

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
John M. Mora	0.30	230.00	69.00
Raymond G. Mullady, Jr.	15.20	660.00	10,032.00
Garret G. Rasmussen	37.70	645.00	24,316.50
Katherine S. Thomas	32.40	325.00	10,530.00
Shannon Dawn Venegas	60.80	325.00	19,760.00
Richard H. Wyron	44.90	645.00	28,960.50
<b>Total All Timekeepers</b>	<b>437.10</b>	<b>\$467.80</b>	<b>\$204,476.50</b>

**Disbursements**

Duplicating Expense	754.20
Express Delivery	19.28
Local Taxi Expense	288.47
Other Business Meals	177.65
Out of Town Business Meals	52.17
Outside Reproduction Services	1,111.48
Purchases (Experts' Publications)	1,010.12
Telephone	134.40
Travel Expense, Air Fare	377.80
Travel Expense, Local	74.00
Travel Expense, Out of Town	226.86
Westlaw Research	2,835.45
<b>Total Disbursements</b>	<b>\$7,061.88</b>

**Total For This Matter** **\$211,538.38**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 19

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 10 - Retention of Professionals - Other**

09/08/06	D. Felder	Review engagement letter with Piper Jaffray & Co.	0.10
09/13/06	R. Wyron	Review transcript on experts, and review analysis on Section 327 regarding experts.	0.70
09/14/06	D. Felder	Review engagement letter with Piper Jaffray.	0.10
09/14/06	R. Wyron	Review revised PJC draft engagement.	0.50
09/20/06	D. Felder	Review Tillinghast engagement agreement.	0.10

Total Hours 1.50

Total For Services \$895.50

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	0.30	405.00	121.50
Richard H. Wyron	1.20	645.00	774.00
Total All Timekeepers	1.50	\$597.00	\$895.50

**Total For This Matter**

**\$895.50**



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 20

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 11 - Compensation of Professionals - Other**

08/29/06	D. Fullem	Confer with R. Wyron regarding call from S. Bossay relating to CIBC's eighth quarterly fee application; prepare e-mail to R. Gray at CIBC regarding same; review e-mail from R. Chatterjee regarding fee application; telephone call to S. Bossay regarding status of same; prepare e-mail to R. Wyron to update him on status.	0.80
09/01/06	D. Fullem	Finalize notice and coordinate filing of CIBC's eighth quarterly fee application.	0.80
09/05/06	D. Fullem	Confer with R. Wyron regarding UST concern with Swidler's final fee application; review spreadsheets of D. Felder's time entries for the period; prepare e-mail to R. Wyron regarding same.	0.80
09/05/06	R. Wyron	Review US Trustee's objection with Swidler and follow-up on resolution.	0.40
09/06/06	R. Barainca	Research information regarding Swidler's final fee application for R. Wyron.	2.10
09/06/06	R. Wyron	Work on proposal to resolve UST's informal objection to Swidler fee application, and follow-up e-mails (.7); review e-mails and respond to US Trustee (.5).	1.20
09/11/06	R. Barainca	Prepare Certificate of No Objection for Piper Jaffray's First Quarterly fee application.	0.50
09/11/06	R. Barainca	Prepare a Certificate of No Objection for Tillinghast's Fifth Quarterly fee application.	0.60
09/11/06	R. Barainca	Confer with D. Fullem regarding Austern's fee applications.	0.30
09/11/06	D. Fullem	Confer with R. Wyron regarding agreed fee reduction between Swidler and UST office (.2); review docket of filings relating to final fee application (.3); research contact at Pachulski to forward information (.2); provide R. Wyron with S. Bossay (fee auditor) contact information (.1); prepare draft of Certification of Counsel relating to the agreed fee reduction between Swidler and the UST office (1.1); revise CoC (.2); prepare e-mail to R. Wyron regarding final draft CoC for review (.1); review and respond to e-mail from R. Wyron regarding information to fee auditor (.2).	2.40



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 21

October 15, 2006  
Invoice No. 1036448

09/11/06	D. Fullem	Confer with R. Barainca regarding CNOs to be filed on fee applications; discuss D. Austern's June fee application; review file; prepare updated information in June fee application and forward same to D. Austern with e-mail.	0.80
09/11/06	R. Wyron	Review issues on Swidler final fee application and confer with D. Fullem to finalize (.6); e-mails to and from Fee Auditor re same (.3).	0.90
09/12/06	R. Barainca	Prepare Tillinghast's and Piper Jaffray's Certificates of No Objection for filing.	0.70
09/12/06	R. Wyron	Review Swidler draft final order (.3); review CNOs (.2); review final fee auditor's report on FCR's professionals for hearing (.4).	0.90
09/14/06	R. Wyron	Continue work on Swidler final to correct Fee Auditor's report with calls to and from Fee Auditor and D. Fullem, and follow-up e-mails re same.	0.60
09/18/06	R. Wyron	Review CNO.	0.30
		<b>Total Hours</b>	<b>14.10</b>
		<b>Total For Services</b>	<b>\$4,537.50</b>

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	4.20	140.00	\$588.00
Debra O. Fullem	5.60	210.00	1,176.00
Richard H. Wyron	4.30	645.00	2,773.50
<b>Total All Timekeepers</b>	<b>14.10</b>	<b>\$321.81</b>	<b>\$4,537.50</b>

**Disbursements**

Duplicating Expense	129.15	
Express Delivery	232.70	
Postage	3.63	
<b>Total Disbursements</b>		<b>\$365.48</b>

<b>Total For This Matter</b>	<b>\$4,902.98</b>
------------------------------	-------------------





O R R I C K

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 22

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 13 - Compensation of Professionals - Orrick**

09/01/06	R. Barainca	Prepare Orrick's July 2006 monthly fee application for filing.	0.50
09/01/06	D. Fullem	Review and respond to e-mail from R. Wyron regarding payment; confer with L. Blackhurst regarding status of same.	0.30
09/01/06	D. Fullem	Prepare e-mail to J. Port at Grace regarding payment due on June invoices.	0.20
09/01/06	D. Fullem	Prepare update to Orrick's spreadsheet of fees and expenses; forward to R. Wyron for review.	0.20
09/05/06	D. Fullem	Confer with P. Reyes regarding status of July billing to Mr. Austern.	0.10
09/11/06	R. Barainca	Prepare Certificate of No Objection for Orrick's First Quarterly fee application.	0.60
09/11/06	D. Fullem	Review and edit August invoices.	1.00
09/12/06	R. Barainca	Prepare Orrick's Certificate of No Objection for filing.	0.30
09/12/06	D. Fullem	Review additional information from G. Rasmussen regarding August time entries.	0.20
09/22/06	R. Barainca	Prepare Orrick's August monthly fee application.	1.00
09/25/06	R. Barainca	Continue preparing Orrick's August monthly fee application.	1.10
09/25/06	R. Wyron	Review certificate of no objection for OHS fees and review supporting documents.	0.40

Total Hours 5.90

Total For Services \$1,168.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Rachael Barainca	3.50	140.00	490.00
Debra O. Fullem	2.00	210.00	420.00
Richard H. Wyron	0.40	645.00	258.00
<b>Total All Timekeepers</b>	<b>5.90</b>	<b>\$197.97</b>	<b>\$1,168.00</b>



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 23

October 15, 2006  
Invoice No. 1036448

Disbursements

Duplicating Expense	228.45	
Express Delivery	92.92	
Postage	172.11	
Total Disbursements		\$493.48

Total For This Matter	\$1,661.48
-----------------------	------------



David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 24

October 15, 2006  
Invoice No. 1036448

For Legal Services Rendered Through September 30, 2006 in Connection With:

**Matter: 15 - Travel Time (Non-Working)**

09/10/06	D. Felder	Travel to Pittsburgh for September 11 hearing.	2.00
09/10/06	R. Frankel	Travel to Pittsburgh (non-working).	1.50
09/11/06	D. Felder	Travel from Pittsburgh to Washington, D.C.	2.50
09/11/06	R. Frankel	Travel to DC (non-working).	1.50
09/25/06	R. Wyron	Travel to and from hearing.	4.00

Total Hours 11.50

Total For Services \$3,288.75

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra Felder	4.50	202.50	911.25
Roger Frankel	3.00	362.50	1,087.50
Richard H. Wyron	4.00	322.50	1,290.00
Total All Timekeepers	11.50	\$285.98	\$3,288.75

**Total For This Matter \$3,288.75**

**\*\*\* COMBINED TOTALS \*\*\***

Total Hours	492.70	
Total Fees, all Matters		\$223,996.25
Total Disbursements, all Matters		\$8,006.05
Total Amount Due		\$232,002.30